

THE TORONTO STOCK EXCHANGE

3/4/69
14/4/69
24/4/69

FILING STATEMENT NO. 1695.
FILED, JUNE 4th, 1969.

LOUVICOURT GOLDFIELD CORPORATION
(No Personal Liability)

Full corporate name of Company

Incorporated under the Quebec Mining Companies Act

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953
(Ontario) by Letters Patent dated May 1st, 1957).

Reference is made to previous
Filing Statement No. 1163.

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things,
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	This Statement is filed in respect of an Agreement dated March 10th, 1969, between Newlund Mines Limited, Louvicourt Goldfield Corporation (No Personal Liability) and Scarth Street Properties Limited, particulars of which are set forth in Schedule "A" hereto on pages 3 and 4	
2. Head office address and any other office address.	Head Office - Suite 1003, 612 St. James Street West, Montreal 1, Quebec. Executive Office - 2400 The Bank of Nova Scotia Bldg., 44 King Street West, Toronto 1, Ontario.	
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<p>PRESIDENT and DIRECTOR E. D. WRIGHT, Suite 200, 11 Adelaide St. West, Toronto 1, Ontario. Chartered Accountant.</p> <p>VICE-PRESIDENT and DIRECTOR ERIC CRADOCK, 141 Yonge Street North, Aurora, Ontario. Stockbroker.</p> <p>GENERAL MANAGER and DIRECTOR J. R. BOOTH, Suite 601, 11 Adelaide St. West, Toronto 1, Ontario. President of Mrlamaque Explorations Limited.</p> <p>SECRETARY-TREASURER and DIRECTOR P. G. FINLAY, 2400 The Bank of Nova Scotia Bldg., 44 King Street West, Toronto 1, Ontario. Partner in the legal firm of Holden, Murdoch, Walton, Finlay, Robinson, Pepall & Harvey.</p> <p>DIRECTOR A. W. JOHNSTON, 1600 Concourse Building, 100 Adelaide St. West, Toronto 1, Ontario. Mining Engineer.</p>	
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized Capital - 7,500,000 shares with a par value of \$1.00 each, of which 5,250,000 are issued and outstanding.	
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	Not applicable	
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	Pursuant to an Agreement dated the 2nd day of December, 1968, Louvicourt Goldfield Corporation (No Personal Liability) granted to J. R. Booth, Suite 601, 11 Adelaide Street West, Toronto 1, Ontario, General Manager and Director of the Company, a non-transferable option to purchase 15,000 shares of the capital stock of the Company at the price of 16¢ per share, exercisable on or before the 2nd day of December, 1969.	

7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	See Item 6 above								
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	No payment in cash or securities of the Company has been made or will be made to any promoter or finder in connection with the Agreement referred to in Item 1 above.								
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The Company proposes to carry on general prospecting on the 15-claim group in Hyman Township, Agnew Lake Area, Province of Ontario, and to conduct further geological work and diamond drilling on the 12-claim group in Cavendish Township, Eastern Ontario Mining Division, on which the Company holds a working option agreement.</p> <p>In addition, in conjunction with Louvicourt Goldfield Corporation, aerial photostudy interpretation, ground survey, and radiometric, geological and seismic surveys, together with diamond drilling, are proposed during 1969 on Jaybee Mineral Permit No. 1 referred to in Schedule "A" hereto. The estimated cost of the said program is \$259,296.00, made up as follows:-</p> <table> <tr> <td data-bbox="546 994 1187 1090">Airborne radiometric survey at $\frac{1}{4}$ mile intervals - 3328 line miles @ \$7 per line mile</td><td data-bbox="1261 1054 1406 1090">\$ 23,296</td></tr> <tr> <td data-bbox="546 1114 1038 1211">Seismic Survey - 3 mile grid totalling 190 miles of survey @ \$800 per mile</td><td data-bbox="1276 1175 1406 1211">152,000</td></tr> <tr> <td data-bbox="546 1235 1113 1319">Two deep tests - 3,500 feet each @ \$12 per foot, including logging and supervision</td><td data-bbox="1291 1283 1406 1319">84,000</td></tr> <tr> <td></td><td data-bbox="1261 1331 1406 1367"><u>\$259,296</u></td></tr> </table> <p>The work commitment under the said Mineral Permit requires a minimum expenditure of \$30,000 in the first year, \$45,000 in the second year, and \$60,000 in the third year, or a total minimum expenditure of \$135,000.</p>	Airborne radiometric survey at $\frac{1}{4}$ mile intervals - 3328 line miles @ \$7 per line mile	\$ 23,296	Seismic Survey - 3 mile grid totalling 190 miles of survey @ \$800 per mile	152,000	Two deep tests - 3,500 feet each @ \$12 per foot, including logging and supervision	84,000		<u>\$259,296</u>
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Seismic Survey - 3 mile grid totalling 190 miles of survey @ \$800 per mile	152,000								
Two deep tests - 3,500 feet each @ \$12 per foot, including logging and supervision	84,000								
	<u>\$259,296</u>								
10. Brief statement of company's chief development work during past year.	During the past year geophysical surveys, prospecting, trenching, and approximately 1,300 feet of diamond drilling were completed on the 20-claim group in Cavendish Township, Eastern Ontario Mining Division which the Company holds under a working option agreement, and an additional 12 claims abutting the original group were staked on behalf of the Company.								
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	Scarth Street Properties Limited, 735 Avord Tower, 2002 Victoria Avenue, Regina, Saskatchewan, is the vendor of the Mineral Permit referred to in Item 1 Schedule "A" on pages 3 and 4.								
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Scarth Street Properties Limited is owned 100% (save and except Directors' qualifying shares) by J. Berenbaum, 210 Tower Gardens, Regina Saskatchewan.								
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	None								

SCHEDULE "A"

Summary of Agreement dated March 10th, 1969, between NEWLUND MINES LIMITED ("Newlund") of the First Part, LOUVICOURT GOLDFIELD CORPORATION (No Personal Liability) ("Louvicourt") of the Second Part, and SCARTH STREET PROPERTIES LIMITED ("Scarth") of the Third Part.

Pursuant to an Agreement dated March 10th, 1969, between Newlund of the First Part, Louvicourt of the Second Part and Scarth of the Third Part, Scarth granted to Newlund and Louvicourt an interest in Jaybee Mineral Permit No. 1 authorizing the holder to prospect for minerals in the Province of Saskatchewan, covering approximately 192,000 acres in the Athabaska Mining District, Province of Saskatchewan, in consideration of -

- (a) the allotment and issue by Newlund to Scarth of 125,000 fully paid and non-assessable shares of its capital stock;
- (b) the allotment and issue by Louvicourt to Scarth of 125,000 fully paid and non-assessable shares of its capital stock; and
- (c) the payment by Newlund and Louvicourt to Scarth of a sum not exceeding in total \$32,000.00 to cover expenses including application fee, rental and bond and other miscellaneous expenditures incurred by Scarth in connection with the Mineral Permit.

Newlund and Louvicourt undertook to forthwith cause a New Company to be incorporated, and Scarth agreed to transfer the said Mineral Permit to the New Company in consideration of the allotment and issue of -

- (a) 210,000 fully paid and non-assessable shares of the capital stock of the New Company to Scarth;
- (b) 270,000 fully paid and non-assessable shares of the capital stock of the New Company to Newlund; and
- (c) 270,000 fully paid and non-assessable shares of the capital stock of the New Company to Louvicourt.

All shares of the New Company to be issued as set forth above, are to be subject to and dealt with in accordance with the regulations and policies of the Securities Commission in any jurisdiction that the New Company desires to qualify its shares for distribution to the public.

As further consideration for the transfer of the Mineral Permit to the New Company, the New Company undertook to pay all expenses of the incorporation and organization and acquisition by it of the Mineral Permit and to reimburse Newlund and Louvicourt for all advances made by them on such account and to repay to Newlund and Louvicourt all moneys expended or which Newlund and Louvicourt have made commitments to expend prior to the incorporation of the New Company for surveys or other exploration work in connection with the Mineral Permit.

Newlund and Louvicourt obtain the sole and exclusive right or option to purchase at any time and from time to time all or any part of the remaining 2,249,995 shares of the capital stock of the New Company at such price or prices as may be mutually agreed upon between Newlund, Louvicourt and the New Company.

If in the opinion of the New Company results of exploration work do not warrant maintaining the Mineral Permit in good standing, the New Company shall have the right to allow same to expire, and -

- (a) Newlund shall issue and allot to Scarth 25,000 fully paid and non-assessable shares of its capital stock; and
- (b) Louvicourt shall issue and allot to Scarth 25,000 fully paid and non-assessable shares of its capital stock.

In the event that the New Company commences commercial production of ore from any part of the lands covered by the Mineral Permit -

- (a) Newlund shall issue and allot to Scarth 25,000 fully paid and non-assessable shares of its capital stock; and
- (b) Louvicourt shall issue and allot to Scarth 25,000 fully paid and non-assessable shares of its capital stock.

Within one year after the date that the New Company commences commercial production of ore, Scarth has the right at its option to either -

- (a) Sell to Newlund and Louvicourt a total of 30,000 shares of the capital stock of the New Company in consideration of the issue and allotment of 50,000 fully paid and non-assessable shares of the capital stock of Newlund and 50,000 fully paid and non-assessable shares of the capital stock of Louvicourt; or
- (b) Sell to Newlund and Louvicourt a total of 60,000 shares of the capital stock of the New Company in consideration of the issue and allotment of 100,000 fully paid and non-assessable shares of the capital stock of Newlund and 100,000 fully paid and non-assessable shares of the capital stock of Louvicourt; or
- (c) Sell to Newlund and Louvicourt a total of 90,000 shares of the capital stock of the New Company in consideration of the issue and allotment of 150,000 fully paid and non-assessable shares of the capital stock of Newlund and 150,000 fully paid and non-assessable shares of the capital stock of Louvicourt.

All shares of Newlund and Louvicourt to be issued to Scarth pursuant to the Agreement are to be free shares and not subject to any escrow arrangements whatsoever.

Under the said Agreement Scarth will initially hold a 7% interest in the New Company subject at its option to reduce its interest to 4% by the sale of shares of the New Company to Newlund and Louvicourt as set forth above. In the event that Newlund and Louvicourt exercise their right to purchase all the remaining treasury shares of the New Company, their interest in the New Company would then be 93%, subject to increasing same to 96% in the event that they acquire shares of the New Company from Scarth as set forth above.

In the event that the authorized capitalization of the New Company is increased from 3,000,000 shares, the New Company shall allot and issue to Scarth that number of fully paid and non-assessable shares of any such increase in direct proportion to the shares then held by Scarth.

The aforesaid Agreement further provides that any of the parties thereto may at its option terminate the Agreement in the event that on or before the 15th day of May, 1969 -

- (a) same has not been accepted for filing by The Toronto Stock Exchange and approved by the Ontario Securities Commission; or
- (b) a Special Resolution increasing the authorized capital of Newlund from \$6,000,000 to \$10,000,000 is not confirmed at a General Meeting of Shareholders of Newlund called for that purpose and Newlund has made application for such Supplementary Letters Patent.

NOTE: The Shareholders of Newlund Mines Limited at a General Meeting held on the 31st day of March, 1969, confirmed the Special Resolution authorizing an application for Supplementary Letters Patent increasing its authorized capital from \$6,000,000 to \$10,000,000, and application has been made under date of April 3rd, 1969, to the Lieutenant Governor of the Province of Ontario for Supplementary Letters Patent.

FINANCIAL STATEMENTS

LOUVICOURT GOLDFIELD CORPORATION (No Personal Liability)

BALANCE SHEET - March 31st. 1969

A S S E T S

Current		
Cash in Bank		6,469.13
Mining Properties		
Concession, Louvicourt Twp., Quebec		353,537.75
Options on Mining Claims (Note 1)		
Smyth Option, New Brunswick	22,200.00	
Greene Option, Cavendish Twp., Ontario	<u>6,500.00</u>	28,700.00
Mining Claims		
12 Claims acquired by Staking in Cavendish Twp., Ontario		720.00
Fixed		
Building and Equipment		
Louvicourt Twp., Quebec	1.00	
Stores & Supplies	1.00	
Pre-milling Expense	<u>670,977.19</u>	670,979.19
Shares in Other Companies		31,533.50
Deficit and Deferred Exploration Expense		
Per Statement attached		<u>1,343,060.43</u>
		<u>\$ 2,435,000.00</u>

L I A B I L I T I E S

Capital Stock (Note 2)		
Authorized 7,500,000 Shares of \$1.00 each		
Issued and fully paid	5,250,000 Shares	5,250,000.00
Less Discount		<u>2,815,000.00</u>
		<u>2,435,000.00</u>
		<u>\$ 2,435,000.00</u>

Approved on behalf of the Board of Directors:

E D Knight Director

O T Toulary Director

LOUVICOURT GOLDFIELD CORPORATION
(No Personal Liability)

NOTES TO BALANCE SHEET

NOTE 1

- (a) Option on Mining Claims
New Brunswick - By making a payment of \$2,500.00 on or before May 4th. 1969, an extension can be obtained for a further period to January 4th. 1970.
- (b) Greene Option
Cavendish Township, Ontario.
The next option payment is due April 15th. 1969 and amounts to \$4,000.00.

NOTE 2

An employee has been granted an option to purchase 15,000 shares of the Capital Stock of the Company at 16 cents per share exercisable on or before December 2nd. 1969.

STATEMENT OF DEFICIT AND DEFERRED EXPLORATION EXPENSE
AND ADMINISTRATION EXPENSE

For Period January 1st. 1968 to March 31st. 1969

1968

Jan. 1	Balance of Deficit Brought Forward		1,361,320.32
	Added - Year 1968:-		
	Administration Expense Written Off		<u>10,595.77</u>
			1,371,916.09
	Deduct - Income from Investments		
	Year 1968	2,880.00	
	- Profit on Sale of		
	Securities Year 1968	<u>31,414.40</u>	<u>34,294.40</u>
			1,337,621.69
	Add - Deferred Exploration Expense		
	Year 1968:-		
	Louvicoourt Twp., Quebec	3,340.65	
	Smyth Option, N.B.	2,628.55	
	Cavendish Twp., Ontario	<u>1,244.70</u>	<u>7,223.90</u>

1968

Dec. 31	Balance - December 31st. 1968		1,344,845.59
	Add - 3 Months to March 31, 1969:		
	Administration Expense Written Off		<u>473.40</u>
			1,345,318.99
	Deduct - Profit on Sale of Securities		
	3 Months to March 31st. 1969		<u>14,549.85</u>
			1,330,769.14
	Add - Deferred Exploration Expense		
	3 Months to March 31st. 1969:-		
	Cavendish Twp., Ontario.		<u>12,291.29</u>

1969

March 31	Balance to Balance Sheet		<u>\$1,343,060.43</u>
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LOUVICOURT GOLDFIELD CORPORATION
(No Personal Liability)

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

For the period January 1st. 1968 to March 31st. 1969

Working Capital December 31, 1967 429.24

Source of Funds during period:-

Year 1968

Income from Investments	2,880.00	
Profit on Sale of Securities	31,414.40	

Year 1969

Profit on Sale of Securities	<u>14,549.85</u>	<u>48,844.25</u>
		49,273.49

Application of Funds during the period:

Additional Payments on

Options on Mining Claims

Smyth Option, New Brunswick	5,000.00	
Greene Option, Cavendish Twp., Ont.	<u>6,500.00</u>	11,500.00

Mining Claims acquired by Staking

Staking Cost		720.00
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Deferred Exploration Expense

Year 1968	7,223.90	
3 Months 1969	<u>12,291.29</u>	19,515.19

Administration Expense

Year 1968	10,595.77	
3 Months 1969	<u>473.40</u>	<u>11,069.17</u>
		<u>42,804.36</u>

Working Capital - March 31, 1969 \$ 6,469.13

Approved on behalf of the Board of Directors:

E. D. Knight Director

W. J. Taylor Director

LOUVICOURT GOLDFIELD CORPORATION
(No Personal Liability)

SHARES IN OTHER COMPANIES - March 31st. 1969

<u>Shares</u>		<u>Book Value</u>
709,410	L'Assomption Gaz & Petrole Limitee (375,000 Shares in Escrow)	1.00
99,906	Vercheres Ore-Oil Corp. (20,906 Shares in Escrow)	31,532.50
		<u>\$31,533.50</u>

Note: The above shares have no market value.

STATEMENT OF MATERIAL CHANGES

for the period April 1st. 1969
to April 9th, 1969, the date
of the Filing Statement.

Since the date of the Financial Statements
March 31st. 1969, no material changes have
taken place from March 31st. to April 9th.
1969, the date of this Filing Statement.

Approved on behalf of the Board of Directors:

E D Wright Director

R J Lacey Director

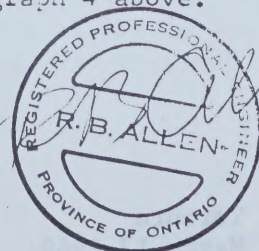
ENGINEER S REPORT

NOTE-The following excerpts are from a report by R.B. Allen, P.Eng. dated, March 17th, 1969, on the analysis of bedrock structure and recommendations for exploration on Jaybee Minerals Permit Number One located in the Athabasca Area, Saskatchewan. A copy of this report is on file with The Toronto Stock Exchange.

JAYBEE MINERALS PERMIT AREA NO. 1, ATHABASCA, SASKATCHEWAN SUMMARY REPORT

1. The permit area 27 miles by 12 in area, is shown upon Precambrian Mineral Permit Map, D-359, Government of Saskatchewan.
2. Bulletin 68, Geological Survey of Canada; Map Wollaston Lake Area (Total Magnetic Intensity) Government of Saskatchewan, and various aerial magnetic maps refer to the geology and structure of the area.
3. It is considered that structures favourable to occurrences of uranium, gold or copper are associated with doming or localized upfaulting within the basin of the Athabasca sandstone. In general the basement rocks or their immediate vicinity are most likely to be mineralized; the sandstone cover may not be mineralized at all or may show only persistent traces of mineral.
4. Structures of this type are indicated by analysis of aeromagnetic maps to occur beneath Guthrie Bay (Davy Lake) and in the southeastern sixth of the permit area. They may occur elsewhere on the permit area.
5. It is recommended that these structures be examined by the following steps:
 - a) Aerial photo study and interpretation.
 - b) Ground survey, Radiometric and geological.
 - c) Seismic survey to give a subsurface profile.
 - d) Diamond drilling of domed or unfaulted masses, particularly across fault scarps. Drilling should penetrate the Tazin basement.

Steps (a) and (b) should be extended over the entire permit area as time permits, but initially they should be concentrated upon the selected areas given in paragraph 4 above.



1. (a) Concentrate all detailed exploration upon the Guthrie Bay (Davy Lake) structure in the northern part of the area, and upon the southeastern one-sixth of the area adjacent to the McFarlane River and to the east of it.

(b) If this is available after (1) above is completed, general exploration, if required for assessment work, may include aerial survey, particularly radiometric or magnetic, but these surveys alone should not be relied upon to give adequate exploration. Photographic study should be extended to the entire area of the permit eventually, but initially study should be concentrated upon the features described above as indicated structurally and magnetically.

(c) Select areas most likely to be underlain by deformed structures indicating a history of structural weakness. Where fractures appear on surface, survey the fractured area radio-metrically. Persistent radioactivity, even if faint, indicates a preferred area for exploration. Where clay is present, most radioactivity may be held below it.

2. Determine the position and depth to the Tazin or other core of the deformed structure. Drill to strike the core, particularly along a fault scarp. Seismic traverse is the only reliable means of determining the subsurface profile at major planes of rock-change.

3. It is recommended that the possible occurrence of both syngenetic and primary deposits be kept in mind. Deposits are likely to be of uranium, gold or copper, but are necessarily restricted to a minority of favourable structures if they occur at all.

4. It is recommended that a study of aerial photographs be made, beginning with the areas described above (page 6) as most favourable. Follow-up by field survey should wait for the melting of the snow. It is considered the areas selected warrant a full investigation, including seismic survey followed by diamond drilling where defined targets can be found with 500 feet of surface.

Toronto
March 17 1969



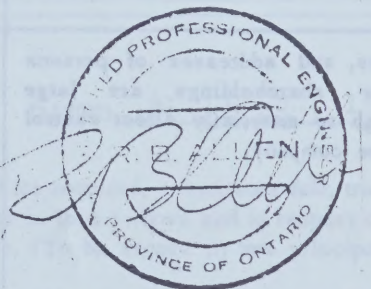
R. B. Allen

I, Robert Benédict Allen of 3246 The Credit Woodlands,
Mississauga, Ontario, certify as follows:

1. I am a graduate in science of the University of
Saskatchewan, and have practiced as geologist for
32 years.
2. I am a member of the Association of Professional
Engineers of Ontario.
3. I have had extensive experience in uranium exploration
and mining, particularly in the Beaverlodge, Martin Lake
structures of the Lake Athabasca area
4. I have no financial interest in the properties described
herein, nor do I expect to obtain any interest.

Toronto Ontario
March 17 1969

R. B. Allen



<p>14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)</p>	<p>Not applicable</p>																		
<p>15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.</p>	<table> <tr> <th><u>Name</u></th><th><u>Shares held</u></th></tr> <tr> <td>E. T. Lynch & Co. Ltd., 10 Victoria Street, Toronto, Ontario.</td><td>855,375</td></tr> <tr> <td>Doherty, Roadhouse & McCuaig Bros., 335 Bay Street, Toronto 1, Ontario.</td><td>287,980</td></tr> <tr> <td>Jones, Heward & Company Limited, 44 King Street West, Toronto 1, Ontario.</td><td>197,150</td></tr> <tr> <td>Craddock & Co., 10 Victoria Street, Toronto 1, Ontario.</td><td>165,600</td></tr> <tr> <td>G. C. Williams & Company, 184 Bay Street, Toronto 1, Ontario.</td><td>125,275</td></tr> <tr> <td colspan="2">Newlund Mines Limited is the beneficial owner of 767,875 shares of the Company, of which 746,975 are registered in the names of various brokers including E. T. Lynch & Co. Ltd. as set forth above.</td></tr> <tr> <td colspan="2">E. D. Wright is the beneficial owner of 72,900 shares of the Company, of which 72,800 are registered in the names of various brokers including some of those listed above.</td></tr> <tr> <td colspan="2">Other than the foregoing the Company has no knowledge as to the beneficial owners of the remaining shares registered in the names of the brokers above listed.</td></tr> </table>	<u>Name</u>	<u>Shares held</u>	E. T. Lynch & Co. Ltd., 10 Victoria Street, Toronto, Ontario.	855,375	Doherty, Roadhouse & McCuaig Bros., 335 Bay Street, Toronto 1, Ontario.	287,980	Jones, Heward & Company Limited, 44 King Street West, Toronto 1, Ontario.	197,150	Craddock & Co., 10 Victoria Street, Toronto 1, Ontario.	165,600	G. C. Williams & Company, 184 Bay Street, Toronto 1, Ontario.	125,275	Newlund Mines Limited is the beneficial owner of 767,875 shares of the Company, of which 746,975 are registered in the names of various brokers including E. T. Lynch & Co. Ltd. as set forth above.		E. D. Wright is the beneficial owner of 72,900 shares of the Company, of which 72,800 are registered in the names of various brokers including some of those listed above.		Other than the foregoing the Company has no knowledge as to the beneficial owners of the remaining shares registered in the names of the brokers above listed.	
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Other than the foregoing the Company has no knowledge as to the beneficial owners of the remaining shares registered in the names of the brokers above listed.																			
<p>16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.</p>	<p>Newlund Mines Limited is a large enough shareholder of the Company to materially affect control of same.</p>																		
<p>17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.</p>	<p>See Shares in Other Companies as at March 31st, 1969, attached to Balance Sheet on page 8.</p>																		
<p>18. Brief statement of any lawsuits pending or in process against company or its properties.</p>	<p>There are no lawsuits pending or in process against the Company or its properties.</p>																		

19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.

On September 16th, 1968, the Company entered into a working option Agreement with Harvey G. Greene with respect to 20 Mining Claims in the Township of Cavendish, Eastern Ontario Mining Division. \$2,500.00 was paid on the execution of the Agreement and \$4,000.00 on January 15th, 1969. The Agreement provides for the following additional optional payments:-

- \$4,000.00 on each of the 15th days of April, July and October, 1969;
- \$10,000.00 on the 15th day of January, 1970; and
- \$11,500.00 on the 15th day of April, 1970.

If the option is exercised, provision is made in the said Agreement for the incorporation and organization of a new company with the capital divided into 3,000,000 shares, to which the said Mining Claims are to be transferred. Greene is to receive 300,000 shares for his interest in the said Mining Claims, and Louvicourt is to receive 450,000 shares. Louvicourt is to have the right or option to purchase an additional 2,149,995 treasury shares at such price or prices as may be agreed upon by Louvicourt and the new company.

20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.

E. D. Wright, President of the Company, has agreed with the Company that he will either loan to the Company the moneys it may require from time to time to carry out its commitments under the said Agreement referred to in Item 1 above, or he will underwrite or arrange an underwriting of treasury shares of the Company in order to provide it with sufficient funds for the aforesaid purposes, all upon terms and conditions satisfactory to The Toronto Stock Exchange.

There are no other material facts, and the shares of the Company are not in the course of primary distribution to the public.

DATED April 9th, 1969.

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

LOUVICOURT GOLDFIELD CORPORATION (No Personal Liability)

"E.D. Wright"

E. D. Wright CORPORATE SEAL
President

"P.C. Finlay"

P. C. Finlay
Secretary

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

